

HELM

FINANCIAL CORPORATION

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March 5, 2004

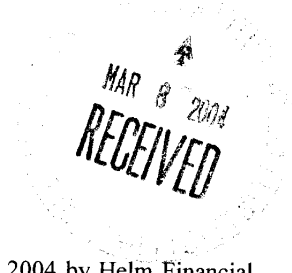
RECORDATION NO. 18909-A FILED

MAR 08 '04

2-14 PM

Mr. Vernon Williams
Surface Transportation Board
1925 K Street, N.W.
Washington, D.C. 20423-0001

SURFACE TRANSPORTATION BOARD



RE: Termination of Lease of Railroad Equipment dated as of March 5, 2004 by Helm Financial Corporation ("**Termination**").

Dear Mr. Williams:

On behalf of Helm Financial Corporation, I submit for filing and recording, under 49 U.S.C. Section 11303(a) and the regulations promulgated thereunder the following document:

Two (2) fully-executed originals of the above-referenced Termination.

In connection with the recording of the Termination, please note the following information:

Name and Address of Lessor:

Helm Financial Corporation
One Embarcadero Center, Suite 3700
San Francisco, CA 94111

Name and Address of Lessee:

Florida Rock Industries, Inc.
155 East 21st Street
Jacksonville, FL 32206

Equipment:

20 Open Top Hopper Railcars
HLMX 351068-351164 (Not Inclusive)

Please record this Termination as a supplemental agreement to STB Recordation No. **18909** filed on July 20, 1994. The filing fee of \$30.00 is included in our enclosed check.

Summary: Termination of Lease of Railroad Equipment dated as of May 26, 1994 by Helm Financial Corporation, for 20 open top hopper railcars, HLMX 351068-351164 (Not Inclusive), to be filed as a supplemental agreement. Please file this Termination as a supplemental agreement to STB Recordation No. 18909.

Yours truly,

Sharon L. Van Fossan
Supervisor Contract Administration

/svf
Enclosures (2)

TERMINATION OF LEASE

THIS TERMINATION OF LEASE OF RAILROAD EQUIPMENT ("Termination") is dated as of March 5, 2004 by **HELM FINANCIAL CORPORATION**, a California corporation ("**Lessor**").

1. **Recitals.** Lessor entered into the Lease of Railroad Equipment dated as of May 26, 1994 ("**Lease**") with **Florida Rock Industries, Inc.**, a Florida corporation, with respect to the twenty (20) railcars described in Schedule A attached hereto. The Lease is on file at the Surface Transportation Board of the Department of Transportation ("**STB**") under STB Recordation No. **18909** filed on July 20, 1994.

The Lease was terminated on April 30, 2002. The purpose of this Termination of Lease is to provide a formal termination document for filing with the STB.

2. **Termination.** The Lease is hereby formally terminated.

IN WITNESS WHEREOF, Lessor, pursuant to due corporate authority, has caused this Termination of Lease to be signed in its corporate name as of the date first above written.

HELM FINANCIAL CORPORATION

By: Barbara W. Wilson
Name: Barbara W. Wilson
Title: Senior Vice President & CFO

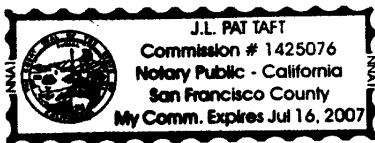
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SURFACE TRANSPORTATION BOARD

STATE OF CALIFORNIA)
) S.S.
COUNTY OF SAN FRANCISCO)

On March 5th, 2004, before me, J. L. Pat Taft, personally appeared Barbara W. Wilson, Senior Vice President and Chief Financial Officer of **HELM FINANCIAL CORPORATION**,

X personally known to me -OR-
— proved to me on the basis of satisfactory evidence

to be the person(s) whose name(s) is/~~are~~ subscribed to the within instrument and acknowledged to me that he/~~she/they~~ executed the same in his/~~her/their~~ authorized capacity(~~ies~~), and that by his/~~her/their~~ signature(~~s~~) on the instrument the person(s), or the entity upon behalf of which the person(s) acted, executed the instrument.



Witness my hand and official seal.

J. L. Pat Taft
SIGNATURE OF THE NOTARY

SCHEDULE A

To the Termination of Lease dated March 5, 2004

Description of the Units: Twenty (20), open top hopper railcars.

Unit Numbers:

HLMX 351068
HLMX 351075
HLMX 351079
HLMX 351091
HLMX 351093
HLMX 351095
HLMX 351109
HLMX 351111
HLMX 351112
HLMX 351120
HLMX 351121
HLMX 351123
HLMX 351125
HLMX 351127
HLMX 351130
HLMX 351134
HLMX 351140
HLMX 351148
HLMX 351157
HLMX 351164